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RECORDATION NO. 20250-A FILED 1425

OCT 1 - 1996 11 15 AM

RECEIVED
SURFACE TRANSPORTATION BOARD

OF COUNSEL
URBAN A. LESTER

October 1, 1996

Mr. Vernon A. Williams
Secretary
Surface Transportation Board
Washington, D.C. 20423

Dear Mr. Williams:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a), are two (2) copies of a Memorandum of Master Rail Lease Agreement, dated as of October 1, 1996, with Lease Schedule No. 002 attached thereto, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to the Master Rail Lease Agreement previously filed with the Board under Recordation Number 20250.

The names and addresses of the parties to the enclosed document are:

Lessor: Pitney Bowes Credit Corporation
201 Merritt Seven
Norwalk, Connecticut 06856-5151

Lessee: Nevada Power Company
6226 West Sahara Avenue
Las Vegas, Nevada 89102

A description of the railroad equipment covered by the enclosed document is set forth on Exhibit A attached to the Lease Agreement.

Mr. Vernon A. Williams
October 1, 1996
Page 2

Also enclosed is a check in the amount of \$22 00 payable to the order of the Surface Transportation Board covering the required recordation fee.

Kindly return one stamped copy of the enclosed document to the undersigned.

Very truly yours,

A handwritten signature in black ink, appearing to read "Robert W. Alvord", with a stylized flourish at the end.

Robert W Alvord

RWA/bg
Enclosures

RECORDATION NO. 20250 A

OCT 11 1996 11 15 AM

INTERSTATE COMMERCE COMMISSION

**MEMORANDUM
OF MASTER EQUIPMENT LEASE AGREEMENT**

This Memorandum will evidence the fact that, the parties hereto have previously entered into that certain Master Rail Lease Agreement No. 7707334 dated as of June 10, 1996 (the "Lease"), and that certain Lease Schedule No. 002, dated as of October 1, 1996 attached and incorporated by reference thereto, by and between Pitney Bowes Credit Corporation ("Lessor"), having a place of business located at 201 Merritt Seven, Norwalk, Connecticut 06856-5151, and Nevada Power Company ("Lessee"), having its principal place of business located at 6226 West Sahara Avenue, Las Vegas, Nevada 89102, pursuant to which Lessor has leased to Lessee the Equipment described on Exhibit A hereto, subject to the terms and conditions of said Lease.

IN WITNESS WHEREOF, each of the undersigned pursuant to due corporate authority has caused this Memorandum of Master Equipment Lease Agreement (the "Memorandum") to be duly executed in its respective corporate name by an officer duly authorized and hereby declares pursuant to 28 U.S.C. 1746 under penalty of perjury that this Memorandum is a true and correct document and was executed as of this day 1st of October, 1996.

LESSOR:

LESSEE:

PITNEY BOWES CREDIT CORPORATION

NEVADA POWER COMPANY

BY: Russell D. Piper

BY: David G. Barneby

PRINTED NAME: Russell D. Piper

PRINTED NAME: David G. Barneby

ITS: Region Credit Manager

ITS: Vice President - Power Delivery

EXHIBIT A

<u>QTY</u>	<u>ITEM</u>	<u>MANUFACTURER MODEL & REPORTING MARKS</u>
Ninety (90)	1996 4200 Cubic Foot Aluminum Coal Hopper Railcars	Trinity Industries, Inc. Lettered NVPX 1003, 1068 and 1093 through and including 1180; and Serial Numbers 755904, 755906 and 755994 through and including 756081

and all accessories, attachments, accessions, substitutions thereto.

CALIFORNIA ALL-PURPOSE ACKNOWLEDGMENT

No 5907

State of CALIFORNIA

County of ORANGE

On September 27, 1996 before me, PATRICIA E. HEARD, NOTARY PUBLIC
DATE NAME, TITLE OF OFFICER - E.G., "JANE DOE, NOTARY PUBLIC"

personally appeared RUSSELL D. PIER,
NAME(S) OF SIGNER(S)

☒ personally known to me - **OR** - ☐ proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.



WITNESS my hand and official seal.

Patricia E. Heard
SIGNATURE OF NOTARY

OPTIONAL

Though the data below is not required by law, it may prove valuable to persons relying on the document and could prevent fraudulent reattachment of this form

CAPACITY CLAIMED BY SIGNER

- ☐ INDIVIDUAL
☐ CORPORATE OFFICER
TITLE(S)
- ☐ PARTNER(S) ☐ LIMITED
☐ GENERAL
☐ ATTORNEY-IN-FACT
☐ TRUSTEE(S)
☐ GUARDIAN/CONSERVATOR
☐ OTHER _____

SIGNER IS REPRESENTING:
NAME OF PERSON(S) OR ENTITY(IES)

DESCRIPTION OF ATTACHED DOCUMENT

TITLE OR TYPE OF DOCUMENT

NUMBER OF PAGES

DATE OF DOCUMENT

SIGNER(S) OTHER THAN NAMED ABOVE

CALIFORNIA ALL-PURPOSE ACKNOWLEDGMENT

No 5907

State of Nevada

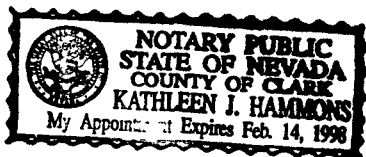
County of Clark

On October 1, 1996 before me, Kathleen J. Hammons, Notary Public,
DATE NAME, TITLE OF OFFICER - E.G., "JANE DOE, NOTARY PUBLIC"

personally appeared David G. Barney,
NAME(S) OF SIGNER(S)

☒ personally known to me - **OR** - ☐ proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.

WITNESS my hand and official seal.



Kathleen J. Hammons
SIGNATURE OF NOTARY

OPTIONAL

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